

Exhibit 3

United States of America ex rel. Ven-a-Care of the Florida Keys, Inc. v. Boehringer Ingelheim Corp. et al.

Civil Action No. 07-10248-PBS

Exhibit to the August 28, 2009 Declaration of James J. Fauci In Opposition To
Corrected Boehringer Ingelheim Corporation and Boehringer Ingelheim Pharmaceuticals, Inc.
Local Rule 56.1 Statement of Undisputed Material Facts
in Support of Their Motion For Summary Judgment

Exhibit 31 for ID
Witness Russillo
L. O'Sullivan, CSR 1-8-09

Mellody,Jim PR BIP-US-R

From: Mellody,Jim PR BIP-US-R
Sent: Friday, September 05, 2003 1:50 PM
To: Erdmann,Bernd FN BIP-US-R; Pomer, Frank FN BIP-US-R; Pamell,Dan FN BIP-US-R
Cc: Mellody,Jim PR BIP-US-R; Owen,William FN BIP-US-R; Tetzner,Hermann FN BIP-US-R
Subject: FW: Restructuring of US Organization

Importance: High

Dear colleagues

I have stripped down the presentation that was done last year on legal entities and removed the recommendations. I am planning to send it out prior to the meeting.

Bernd

Can you add a slide with either a table or chart showing the products that need to be addressed in the meeting. I left a blank page for you. Can I get this by end of day Monday?

Any other comments are welcome.

Thanks
Jim



Restructuring
Proposal to Board...

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ROX032-0234 F

**Legal Entity Discussion of the U.S.
Business of Boehringer Ingelheim**

Discussion Draft Pre meeting

September 12, 2003

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ROX032-0235

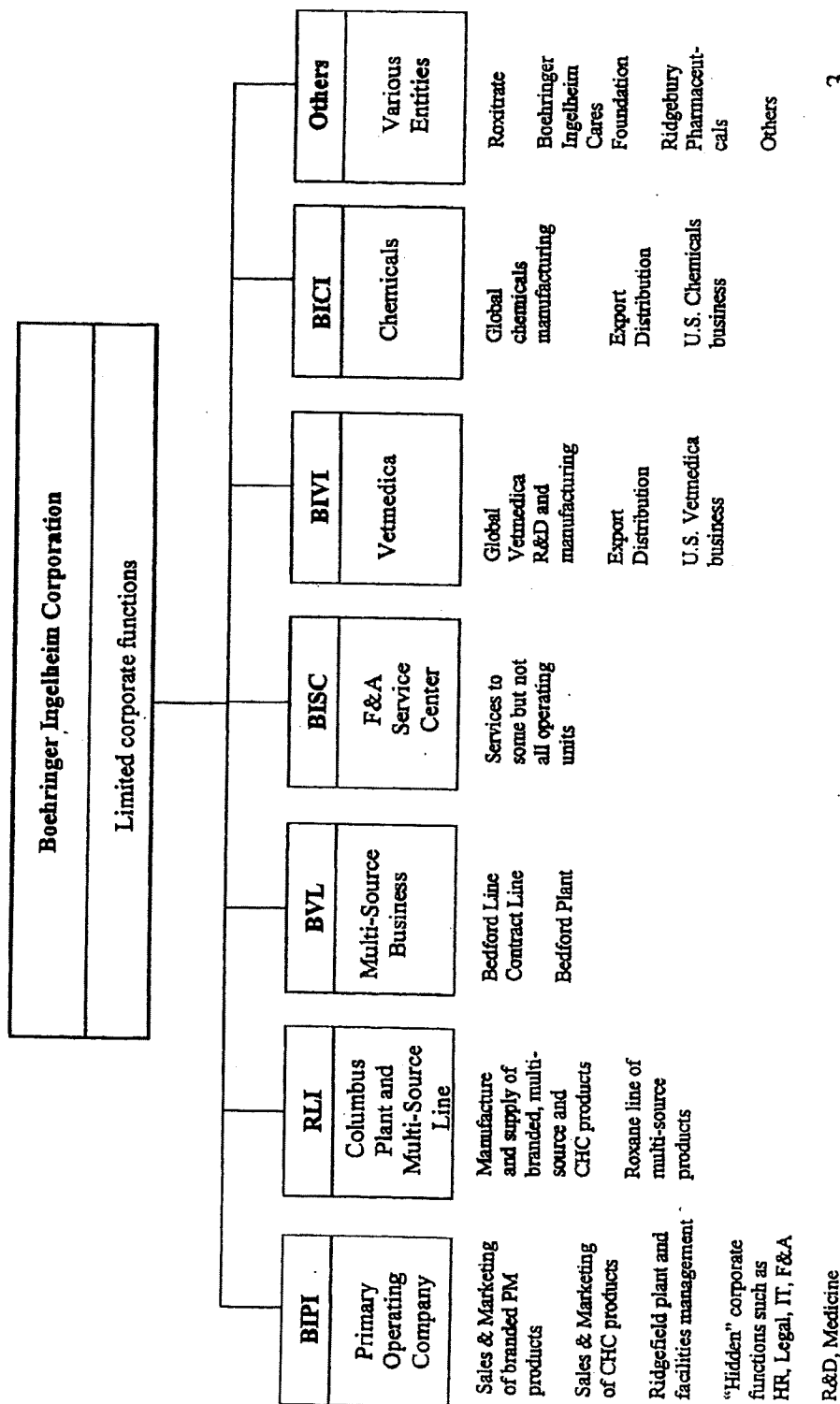
Agenda 9/12/03

•Review existing legal entities/divisions and reporting structures	F. Pomer B. Banks	10 Min
•Describe desired changes to legal entities and structures	T. Russillo /R. Fromuth H. Tetzner	20 Min
•Review project scope and discuss options for changes		
•Review impacts of changes at high level and agree on assignments	G. Ciarelli J. McIntyre D. Parnell/G. Price B. Banks/R. Spielberger J. Orinski S. Davies F. Pomer M. Vida	60 Min
<ul style="list-style-type: none"> -Pricing and contracts issues (including any impact on best pricing) -Operations issues (including labeling and inventory) -Finance and Shared Services issues -Legal topics -HR Issues -IT and system topics -Tax issues -Previous project experience with product changes 		
•Discuss next steps and agree on assignments	All	30 Min
•Wrap Up	J. Melody	

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Current Structure



Current Products & Legal Entities

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Why Restructure?

The current legal and operational structure of the U.S. business has evolved over time, and served us well for a long period. But in recent years our businesses have changed significantly:

- growth of the Prescription Medicines business;
- greater use of alliances and partnerships;
- the acquisition of BVL;
- rationalization of the RLI business (allocation to BIPI and BVL);
- creation of regional and global manufacturing centers;
- introduction of the shared services concept;
- the consequences of Structure 2000;
- growing regulatory and competitive pressures.

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Why Restructure?

We currently operate in the U.S. with a variety of legal entities that do not necessarily reflect the nature of our businesses. This results in two sets of reporting: one in terms of legal entities and another in terms of businesses.

This system often does not convey clearly the performance of our businesses, and leads to complexity in interpreting how each business is faring. The accounting reconciliations between the legal entities and the businesses reduce but do not remove this complexity.

The purpose of the to be proposed restructuring will be to:

- Align the U.S. organization with the actual businesses;
- Reduce legal, managerial and administrative complexity.

Restructuring Input

The proposed restructuring should take into account the following:

- There is no legal requirement to maintain our U.S. holding company, Boehringer Ingelheim Corporation (BIC).
- There is no significant business advantage in keeping BIC, as the “corporate veil” would likely be pierced in case of any litigation.
- There are strategic advantages to maintaining BVL and BIVI as separate legal entities.
- There is Board directive to maintain BVL at arms length and to afford it the necessary autonomy.

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